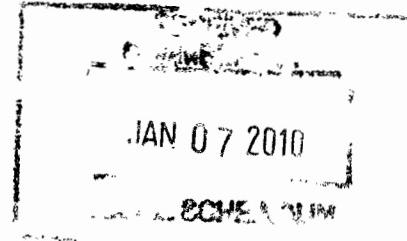


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UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BRADLEY C. SMITH, derivatively on behalf of)
BLACKROCK LARGE CAP SERIES FUNDS,)
INC.,)
vs.) Plaintiff,) Civil Action No. 09 CIV 10589 (SAS)
BLACKROCK INVESTMENTS, LLC, FAM)
DISTRIBUTORS, INC., BLACKROCK)
DISTRIBUTORS, INC., DAVID O. BEIM,)
RONALD W. FORBES, MATINA S. HORNER,)
RODNEY D. JOHNSON, HERBERT I. LONDON,)
CYNTHIA A. MONTGOMERY, JOSEPH P.)
PLATT, JR., ROBERT C. ROBB, JR., TOBY)
ROSENBLATT, KENNETH L. URISH,)
FREDERICK W. WINTER, RICHARD S. DAVIS,)
AND HENRY GABBAY,)
Defendants,)
and)
BLACKROCK LARGE CAP SERIES FUNDS,)
INC.,)
Nominal Defendant.)

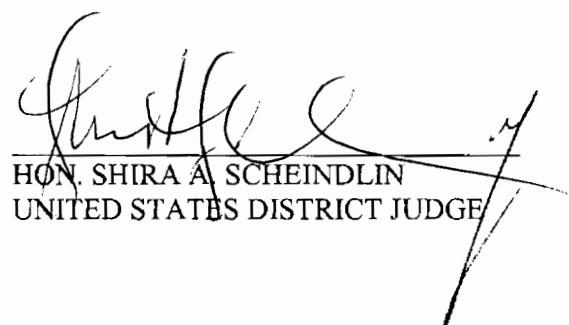


[PROPOSED] ORDER GRANTING PLAINTIFF'S VOLUNTARY DISMISSAL

Plaintiff Bradley C. Smith ("Smith") has sought to voluntarily dismiss the above-captioned shareholder derivative action as set forth in Plaintiff's Request for Voluntary Dismissal. Based on the representations set forth therein, including the fact that the action was filed on December 30, 2009, none of the defendants has been served with the complaint, nor have they appeared by counsel in the action, the absence of any consideration for said dismissal, and good cause appearing, it is hereby ORDERED, pursuant to Rules 23.1 and 41(a)(1) of the Federal Rules of Civil Procedure, that the above-captioned action shall be, and hereby is, dismissed without prejudice. It is further ORDERED that notice of the dismissal to the shareholders of nominal defendant Blackrock Large Cap Series Funds, Inc. is unnecessary. All

parties shall bear their own costs.

DATED: January 7, 2010


HON. SHIRA A. SCHEINDLIN
UNITED STATES DISTRICT JUDGE